

**IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE: LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	MDL No. 2262 (NRB)
THIS DOCUMENT RELATES TO:	
MAYOR AND CITY COUNCIL OF BALTIMORE, et al., Plaintiffs, v. CREDIT SUISSE AG, et al., Defendants.	No. 11-cv-5450 (NRB)

**OTC PLAINTIFFS' MOTION FOR AN ORDER APPROVING NOTICE PROGRAM
AND PRELIMINARY APPROVAL OF PLAN OF DISTRIBUTION IN CONNECTION
WITH THE CLASS SETTLEMENT WITH CITIBANK, N.A. AND CITIGROUP INC.**

TO: ALL PARTIES AND THEIR RESPECTIVE COUNSEL OF RECORD

PLEASE TAKE NOTICE that, on a date and at a time to be determined by the Court, at the United States District Court for the Southern District of New York, Daniel Patrick Moynihan Courthouse, 500 Pearl Street, New York, New York 10007, in the Courtroom of the Honorable Naomi Reice Buchwald, OTC Plaintiffs will, and hereby do, move the Court, pursuant to Federal Rule of Civil Procedure 23(e), for an Order: (i) granting approval of Notice Program to Class Members in connection with the settlement reached between OTC Plaintiffs and defendant Citibank, N.A. and Citigroup Inc. ("Citi Settlement" or "Settlement") in the above-captioned action; and (ii) preliminarily approving a Plan of Distribution of the settlement funds.

Submitted herewith in support of OTC Plaintiffs' motion are: (i) the Memorandum of Law in Support of OTC Plaintiffs' Motion for an Order Approving Notice Program and

Preliminary Approval of Plan of Distribution in Connection with the Class Settlement with Citibank, N.A. and Citigroup Inc.; (ii) the Declaration of Shannon Wheatman, Ph.D., and Exhibits 1–3 thereto; (iii) the Declaration of Seth Ard, and Exhibit 1 thereto; and (iv) the [Proposed] Order Approving OTC Plaintiffs’ Notice Program and Preliminary Approval of Plan of Distribution.

Dated: September 6, 2017

By: /s/ Michael D. Hausfeld

Michael D. Hausfeld
Hilary Scherrer
Nathaniel C. Giddings
HAUSFELD LLP
1700 St. NW, Suite 650
Washington, D.C. 20006
Telephone: (202) 540-7200
Facsimile: (202) 540-7201
mhausfeld@hausfeldllp.com
hscherrer@hausfeldllp.com
ngiddings@hausfeldllp.com

Gary I. Smith
HAUSFELD LLP
325 Chestnut Street
Suite 900
Philadelphia, PA 19106
267-702-2318 Direct
215-985-3270 Main
215-985-3271 Fax
gsmith@hausfeld.com

/s/ William Christopher Carmody

William Christopher Carmody (WC8478)
Arun Subramanian (AS2096)
Seth Ard (SA1817)
Geng Chen (GC2733)
SUSMAN GODFREY L.L.P.
1301 Avenue of the Americas, 32nd Fl.
New York, New York 10019
Telephone: 212-336-3330
Facsimile: 212-336-8340
bcarmody@susmangodfrey.com
asubramanian@susmangodfrey.com
sard@susmangodfrey.com
gchen@susmangodfrey.com

Marc M. Seltzer
Glenn C. Bridgman
SUSMAN GODFREY L.L.P.
1901 Avenue of the Stars
Los Angeles, California 90067-6029
Telephone: (310) 789-3100
mseltzer@susmangodfrey.com
gbridgman@susmangodfrey.com

Matthew Berry
Drew D. Hansen
SUSMAN GODFREY LLP
1201 Third Avenue, Suite 3800
Seattle, WA 98101
Telephone: (206) 516-3880

Facsimile: (206) 516-3883
mberry@susmangodfrey.com
dhansen@susmangodfrey.com

Barry C. Barnett (BB1984)
Karen Oshman
Michael Kelso
SUSMAN GODFREY L.L.P.
1000 Louisiana Street
Suite 5100
Houston, TX 77002-5096
Telephone: (713) 651-9366
bbamett@susmangodfrey.com
koshman@susmangodfrey.com
mkelso@susmangodfrey.com

Interim Co-Lead Class Counsel for the OTC Plaintiffs

CERTIFICATE OF SERVICE

I hereby certify that on September 6, 2017, I caused the aforementioned document to be served via the Electronic Case Filing (ECF) system in the United States District Court for the Southern District of New York, on all parties registered for CM/ECF in the above-captioned matters.

Dated: September 6, 2017, at Houston, Texas.

/s/ William Christopher Carmody
William Christopher Carmody